CAPITAL CONNECTION, INC. Pliglinla St., Stilte 1, Tallahassee, Fl. 32301, (904)224-8870 R Aildress: Post Office Box 10349, Tallahassee, Fl. 32302 RE: Tem jet Carl Spiling Spi

417 E. Virginia St., Suite 1, Tallahassee, Fl. 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, Fl. 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from
Your Capital Connection

Articles of Incorporation

 The name of the corporation is: 96 JAN 16 All 9:55 PREMIER CARE SPECIALIST, INC. 2. The principal place of business and mailing address of the corporation is a STATE Miami, F1 33168. 3. The corporation shall have the authority to issue shares of common stock, in one class only, each with a par value of \$ 1.00. 4. The registered agent of the corporation is Stephanic G. Morrow and the registered address is 11501 N.W. 2nd Avenue, Miami, F1 Florida 33168 5. The initial Board of Directors shall have 3 member(s) whose name(s) and address(es) is/are as follows: PRESTDENT: Lourdes Perez SECRETARY: Lourdes Perez TREASURER: Lourdes Perez The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one. 6. The incorporator of this corporation is ___Boatriz_E. whose address is 11501 N.W. 2nd Avenue, Miami, Florida Brating E. Cua

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated 11296

Registered Agent

CAPITAL CONNECTION, INC.

417 E. Virginia St., Sulte 1, Tallahassee, Ft. 32301, (904)224 8870 Mailing Address: Post Office Box 10349, Tallahassee, Ft. 32302 TOLL FREB No. 1-800-342-8062 FAX (904) 222-1222

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DISCURSED



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 19, 1996

CAPITAL CONNECTION, INC.

SUBJECT: PREMIER CARE SPECIALIST, INC.

Ref. Number: P96000004405

We have received your document for PREMIER CARE SPECIALIST, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

ARTICLE 5 STATES THERE ARE THREE MEMBERS OF THE BOARD OF DIRECTORS. HOWEVER, ONLY ONE INDIVIDUAL HAS BEEN LISTED WITH THREE DIFFERENT TITLES. PLEASE CORRECT DOCUMENT ACCORDINGLY.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

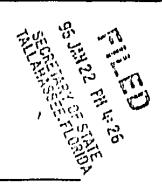
If you have any questions concerning the filing of your document, please tall (904) 487-6906.

Darlene Connell Corporate Specialist

Letter Number: 796A000025297 CORPORATION 133

Corrected

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



PREMIER CARE SPECIALIST, INC.

(present name)

Pursuant to the provisions of section 607, 1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

2) The principal place of business and mailing address of the corporation is:

3643 - 1st Street Avenue North St. Petersburg, F1 33713

5) The . board of Directors shall be as many as three and no less 'than one.

President: Christina Alevra, 3643 - 1st Street, Avenue North, St. Petersburg, F1 33713

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption. 1/16/96

FO	URTH: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were
	sufficient for approval by"
	voling group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
$\overline{\mathbf{v}}$	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 17th of January, 19 96. Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the
	shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Beatriz E. Cera
	Typed or printed name
	Incorporator
	Title

. •

P96000004405

Stephanie G. Morrow

Stephanie G. Morrow* Bentrix B. Cera

4 Manager of New York and Postelle Here

11801 N.W. and Avenue Minnii, Plorida 88168 Telephone: 805-787-0000 Pacaimile: 805-784-2410

February 27, 1996

Florida Department of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

Re: Premier Care Specialist Inc.

Dear Sir/Madam:

Please be advised that the address in the Articles of Amendment to Articles of Incorporation in regard to the above matter is incorrect. The correct address is as follows:

3643 - 1st Avenue North St. Peterburg, FL 33713

If you have any questions, please feel free to call our office.

Sincerely,

Beatriz E. Cera, Esq.

/dm

CAWPDOCS\GARCIA\ARTICAM.END

J. 1, 90

PREMIER CARD SPECIALISTS, INC. 3643 IST AVENUE N.

ST. PETERSBURG, FL. 33713

SEPTEMBER 1ST, 1996

DEAR SIRS:

196-4405

LAM WRITING TO INFORM YOU THAT AS OF DATE ABOVE, THIS CORPORATION'S PLACE OF BUSINESS AND MAILING ADDRESS. SHALL BE;

PREMIER CARE SPECIALISTS 201 MYSTIC LAKE DRIVE N. ST. PETERSBURG, FL. 33702

THE AMENDMENTWAS ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION, AND SHAREHOLDER ACTION WAS NOT REQUIRED.

CHRISTINA ALEVRA, PRESIDENT

updated LR 8/30/96

PREMIER CARE SPECIALISTS, INC.

ATTN: FLORIDA DEPARTMENT OF STATE

DATE: FEBRUARY 2ND, 1997

200002078922--6 ******35.00 *****35.00

ENCLOSED PLEASE FIND DISSOLUTION OF CORPORATION PAPERS TOGETHER WITH CHECK FOR \$35.00 FOR THE DISSOLUTION OF PREMIER CARE SPECIALISTS, INC.

FOR THE VERIFICATION OF DISSOLUTION OF ABOVE COMPANY YOU MAY WRITE ME AT:

CHRISTINA ALEVRA 5555 2ND AVENUE N. ST. PETERSBURG, FL. 33710 (813) 381-2256

THANK YOU.

SINCERELY

CHRISTINA ALEVRA

97 FEB -5 PIL 2: 16
SECRETARY OF STATEA

101015 10

ARTICLES OF DISSOLUTION

Pursuant to following a	section 607.1403, Florida Statutes, this Florida profit corporation submits the criticles of dissolution:
FIRST:	The name of the corporation is: PREMICE CARE SPECIALS 7 INC
SECOND:	The date dissolution was authorized: <u>JANUARY</u> 10 1997
THIRD:	Adoption of Dissolution (CHECK ONE)
	olution was approved by the shareholders. The number of votes cast for dissolution sufficient for approval.
Diss	olution was approved by vote of the shareholders through voting groups.
7 e	he following statement must be separately provided for each voting group ntitled to vote separately on the plan to dissolve:
The	number of votes cast for dissolution was sufficient for approval by
	PRESIDENT OF CORP
Signe	ed this 2nd day of Februay, 1997.
Signature ((By the Chairman of Vice Chairman of the Board, President, or other officer)
	CHRISTINA ALEVEA (Typed or printed name)
	President